

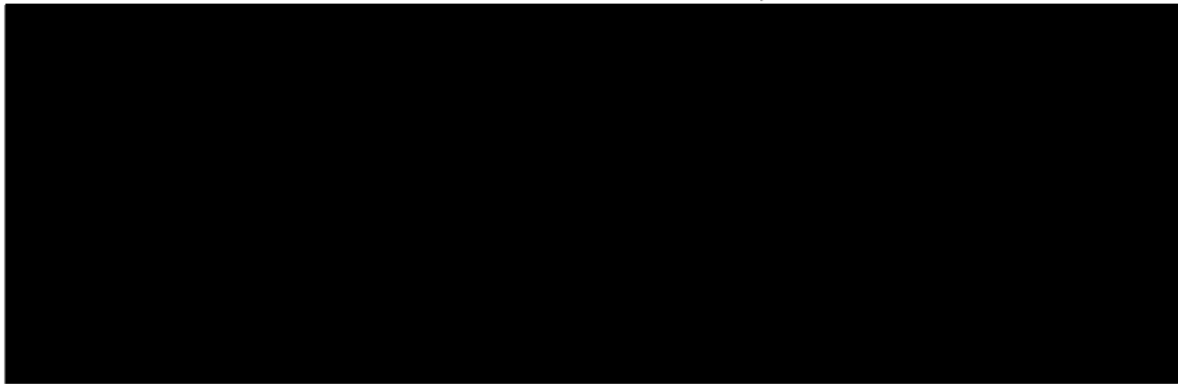
**EXHIBIT 139 TO
HARVEY DECLARATION
REDACTED VERSION**

COOPERATIVE MARKETING AND SERVICES AGREEMENT

This Cooperative Marketing and Services Agreement, including the exhibits attached hereto and incorporated by reference herein (the "Agreement"), is entered into as of December 28, 2007 (the "Effective Date") by and between Apple Inc., a California corporation having its principal place of business at One Infinite Loop, Cupertino, California 95014 ("Apple"), and Google Inc., a Delaware corporation having its principal place of business at 1600 Amphitheatre Parkway, Mountain View, California 94043 and its affiliates ("Google").

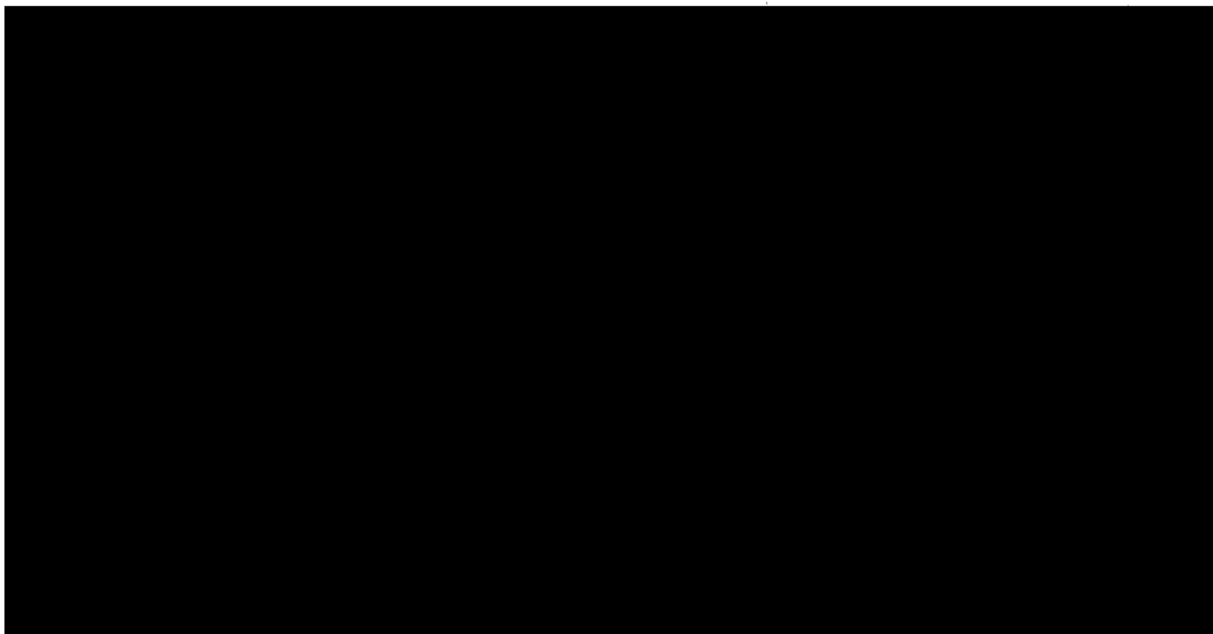
RECITALS

WHEREAS, Google provides certain services to end users via the Internet and other forms of distribution:



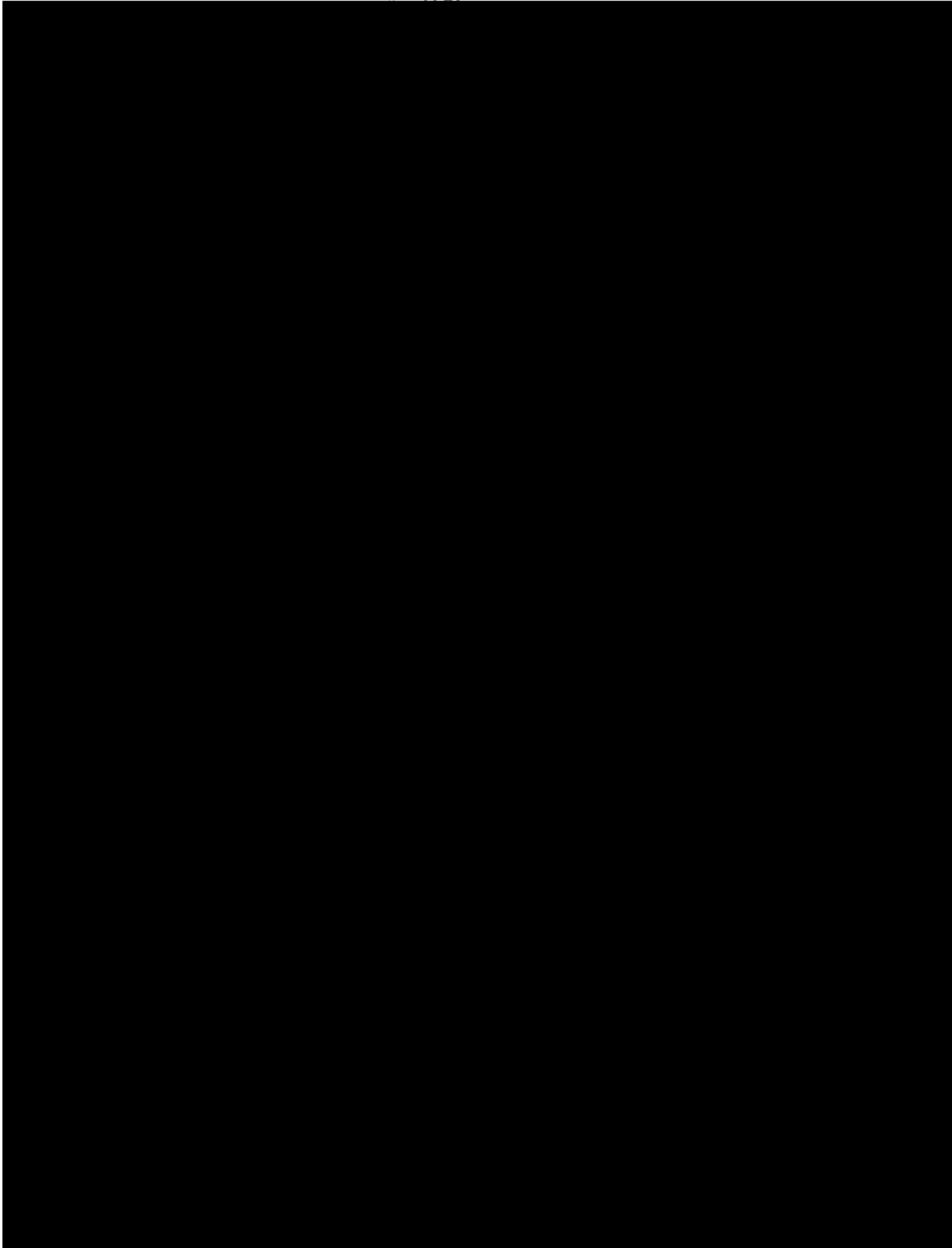
NOW, THEREFORE, in consideration of the mutual covenants set forth herein, Google and Apple hereby agree as follows:

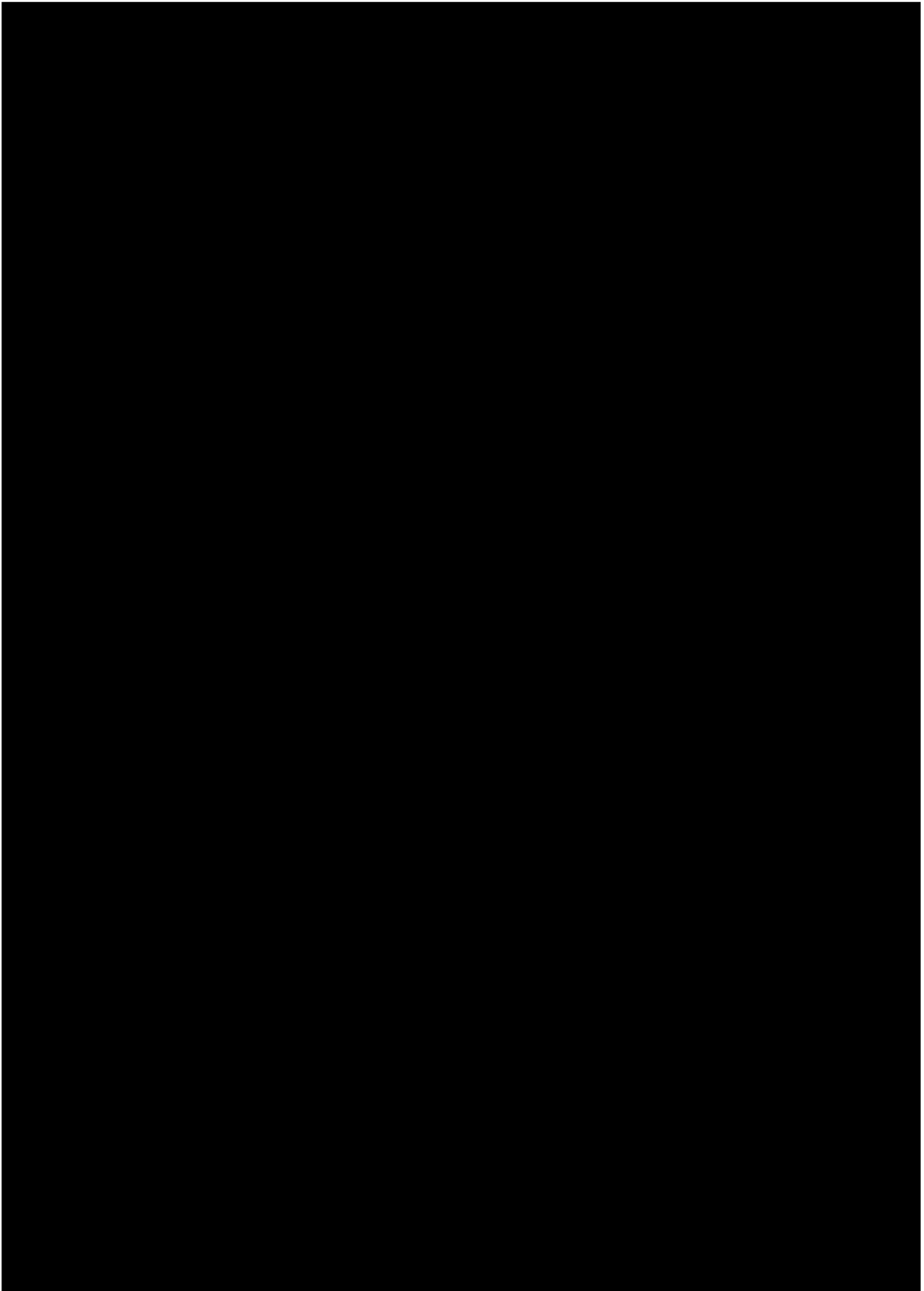
AGREEMENT



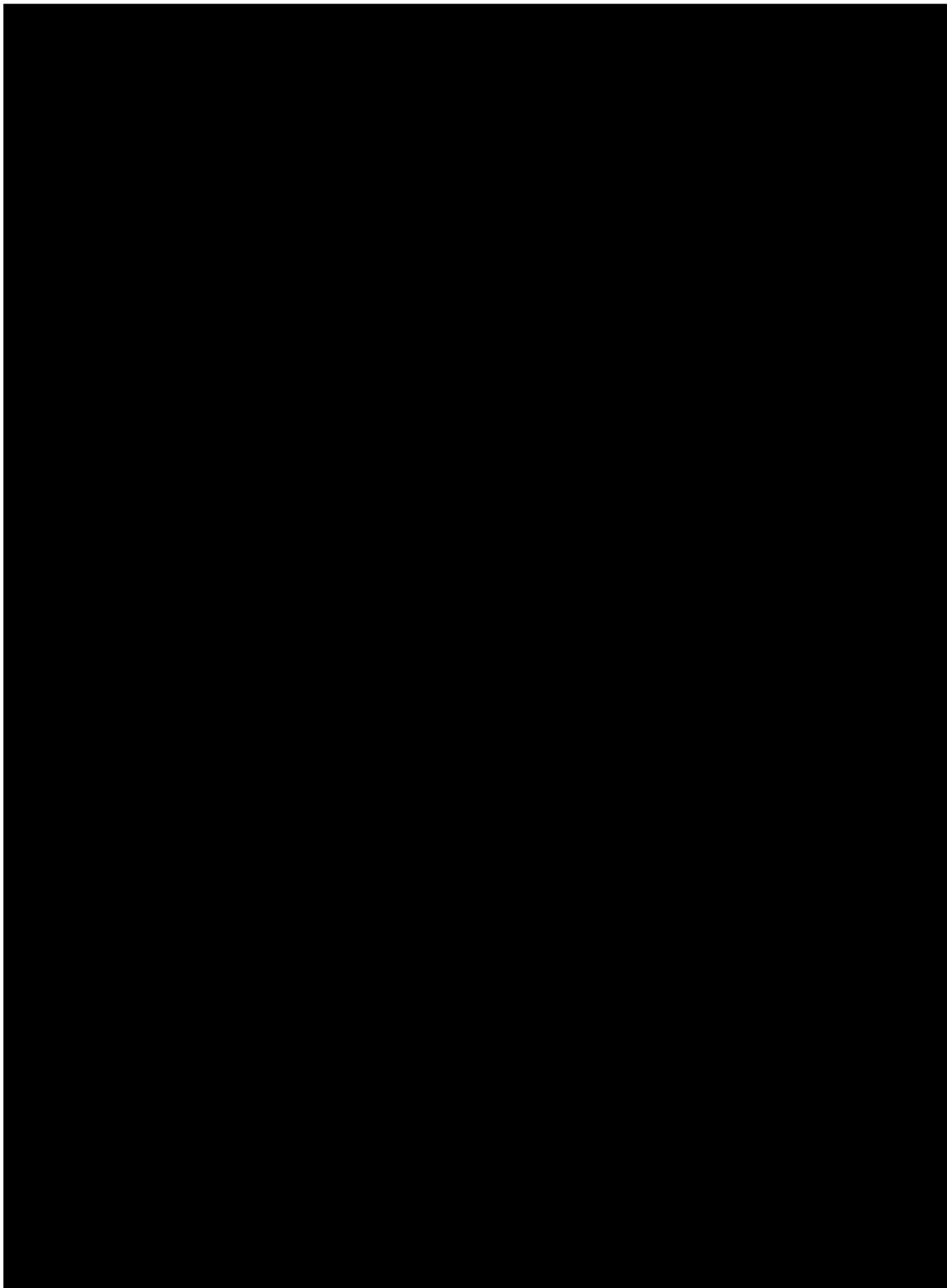
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3. PARTIES' OBLIGATIONS/RIGHTS.

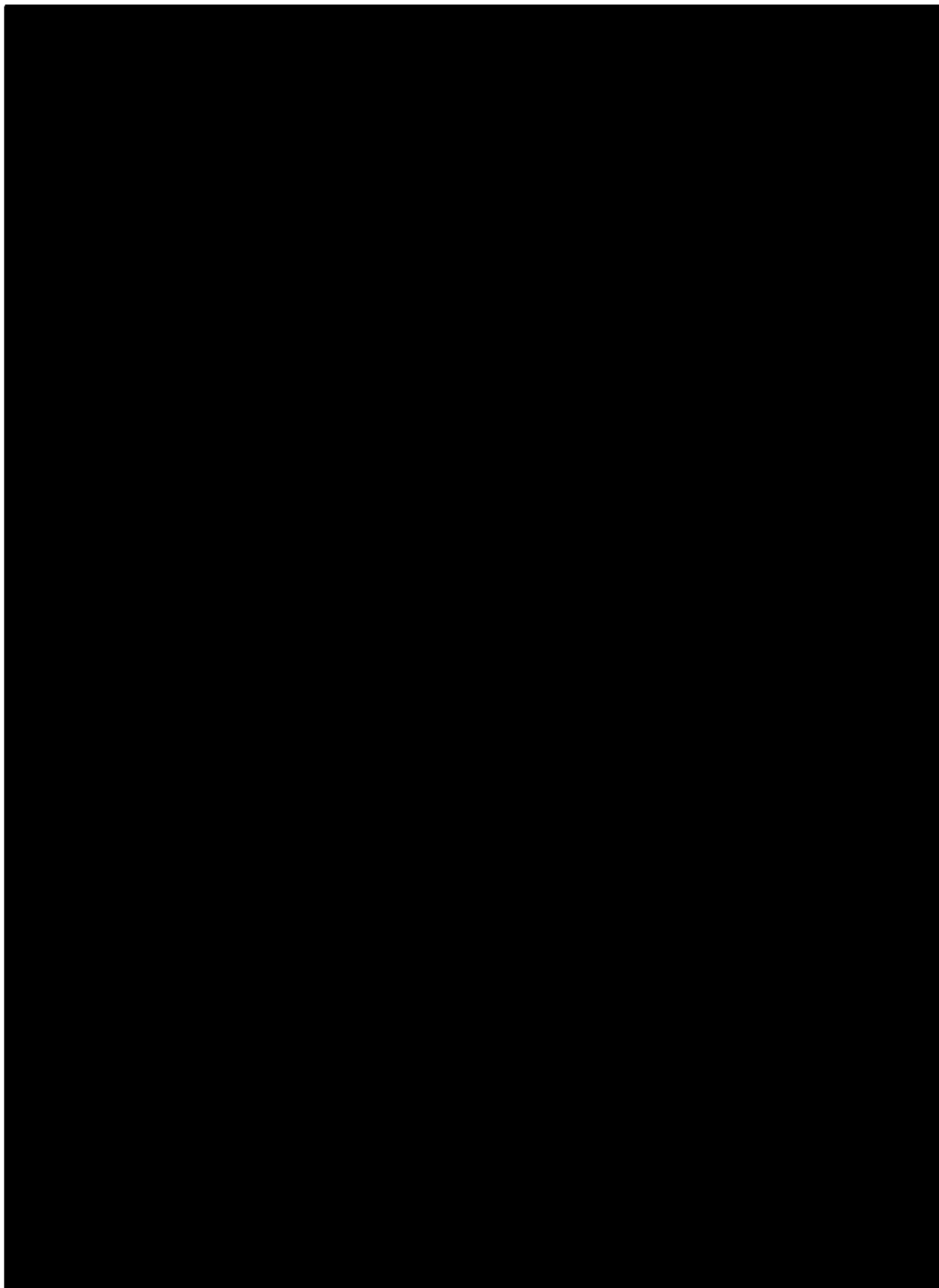




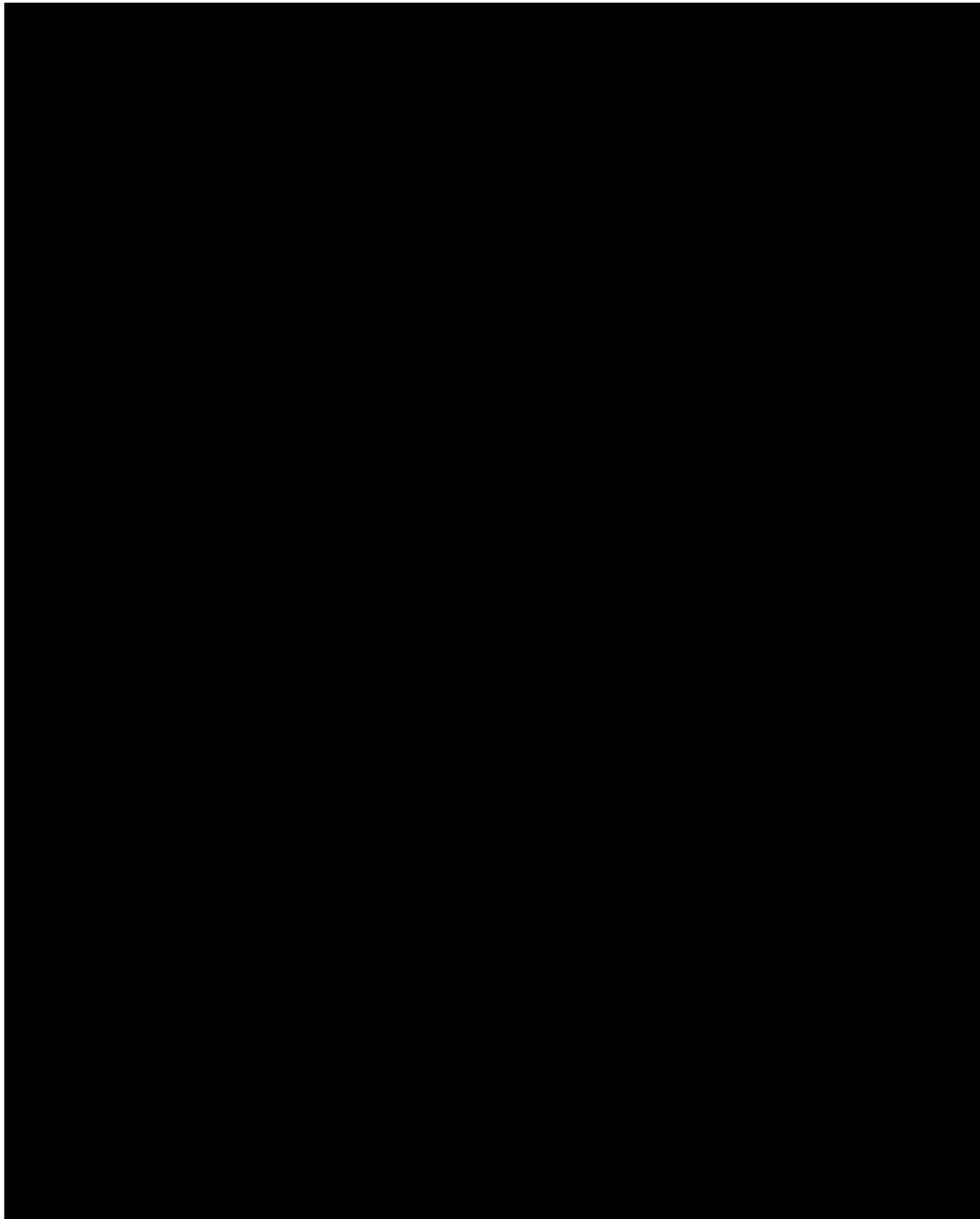
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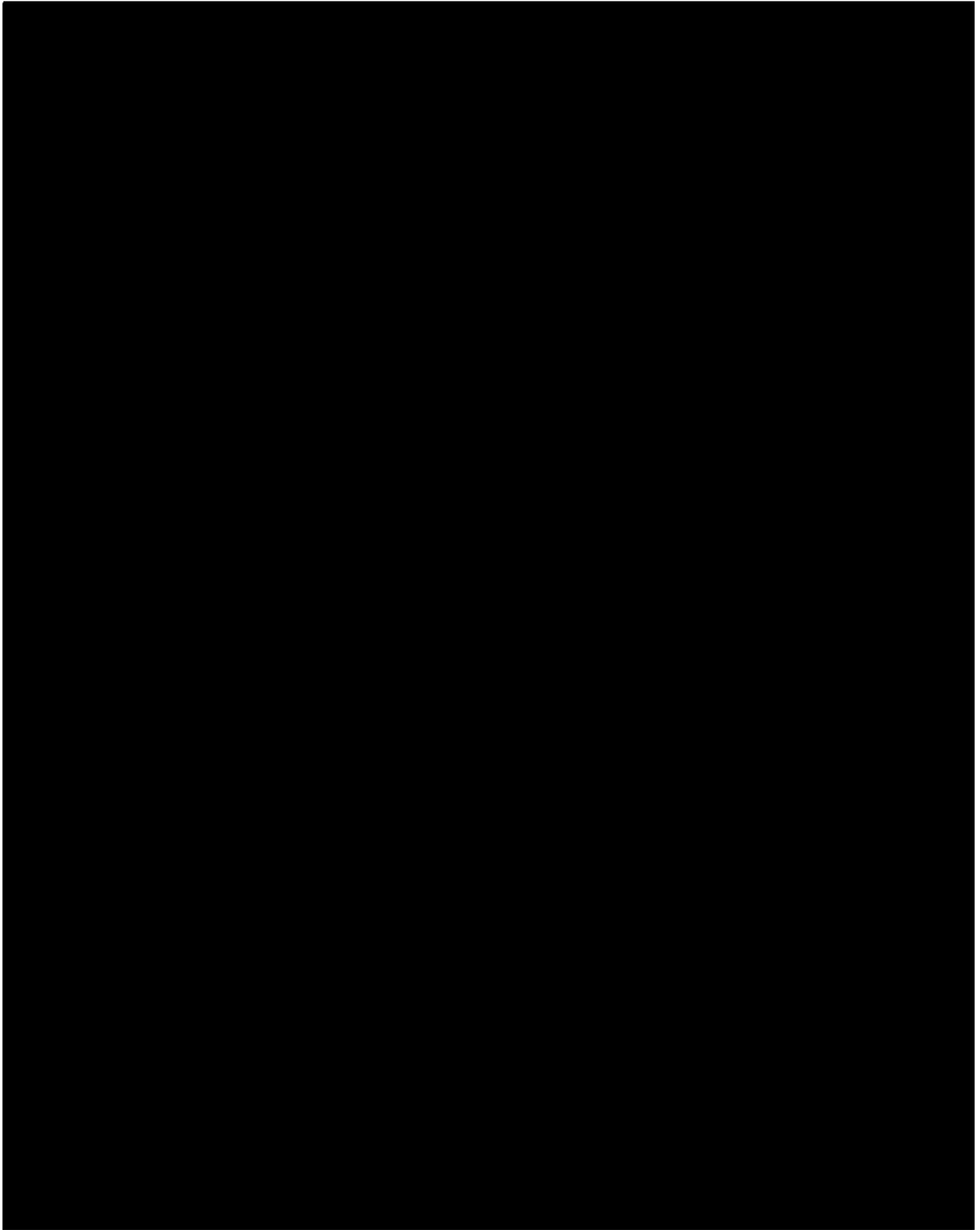
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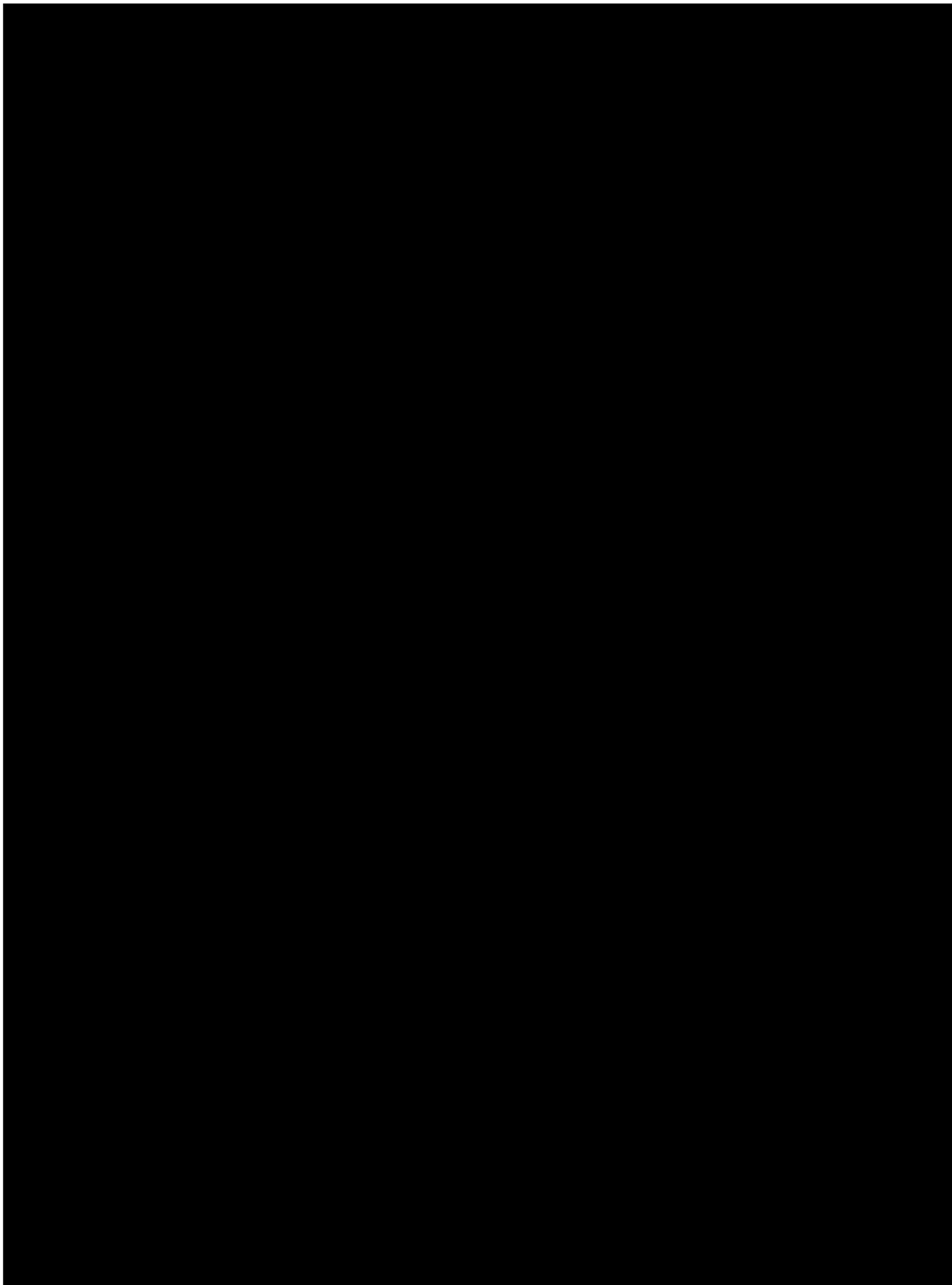
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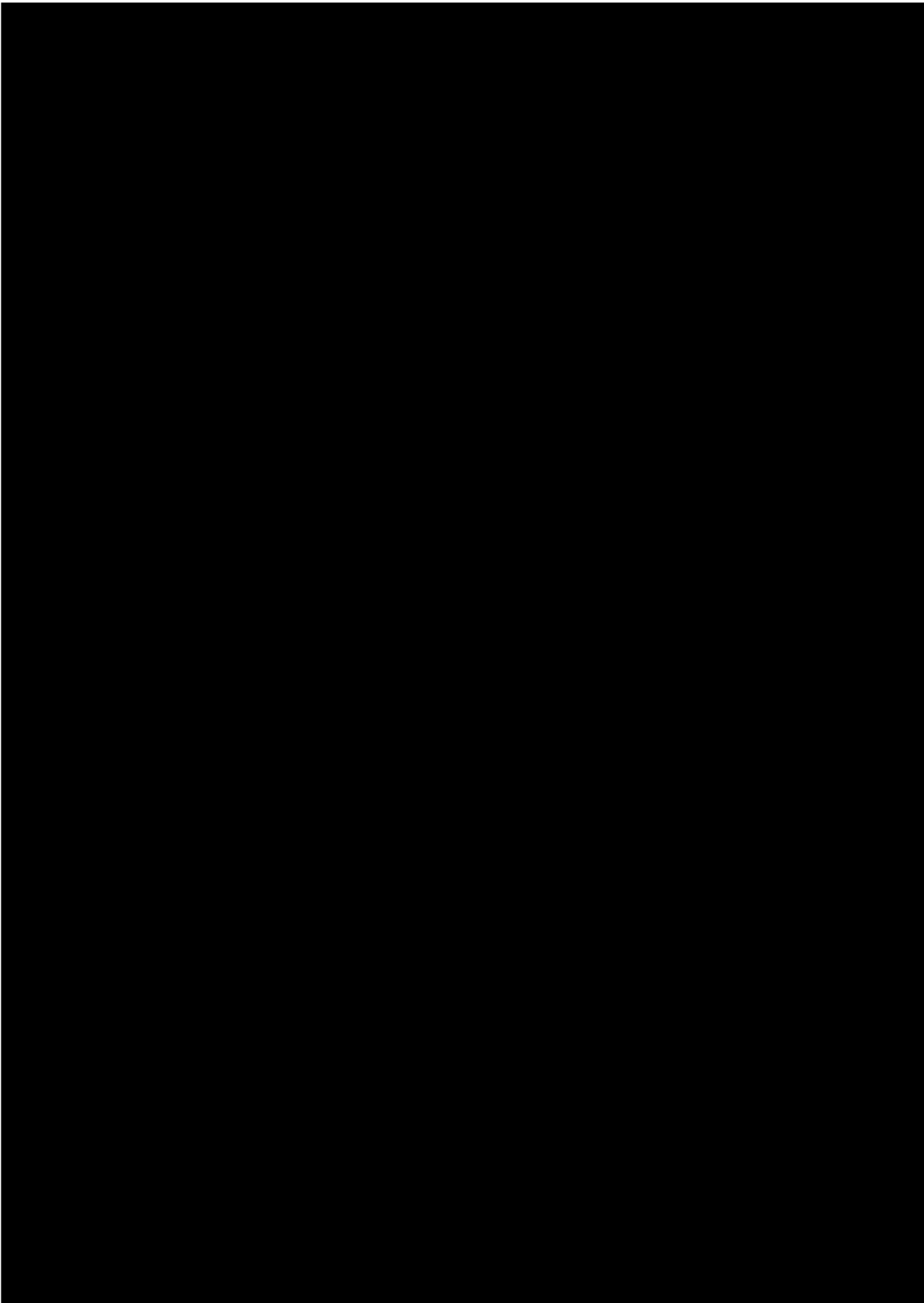
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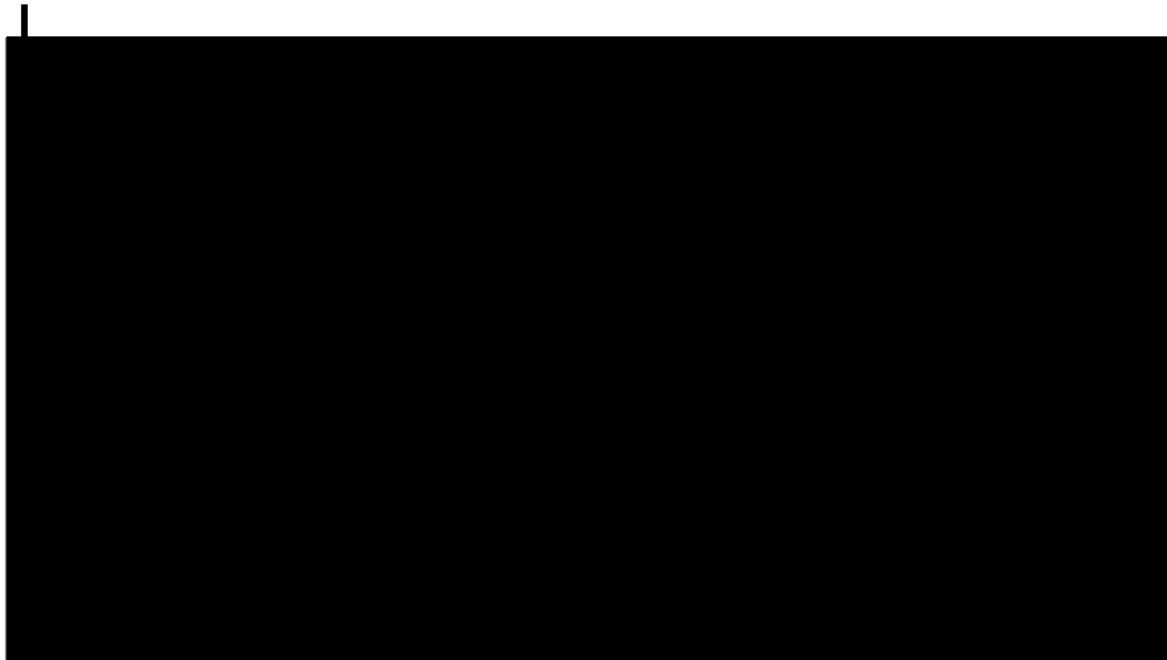
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IN WITNESS WHEREOF, this Agreement has been duly executed by the parties as of the later date indicated below.

GOOGLE INC.

BY: *Marissa Mayer*
NAME: MARISSA MATER
TITLE: VP - SEARCH PRODUCTS & USER EXPERIENCE
DATE: 1/9/08

APPLE INC.

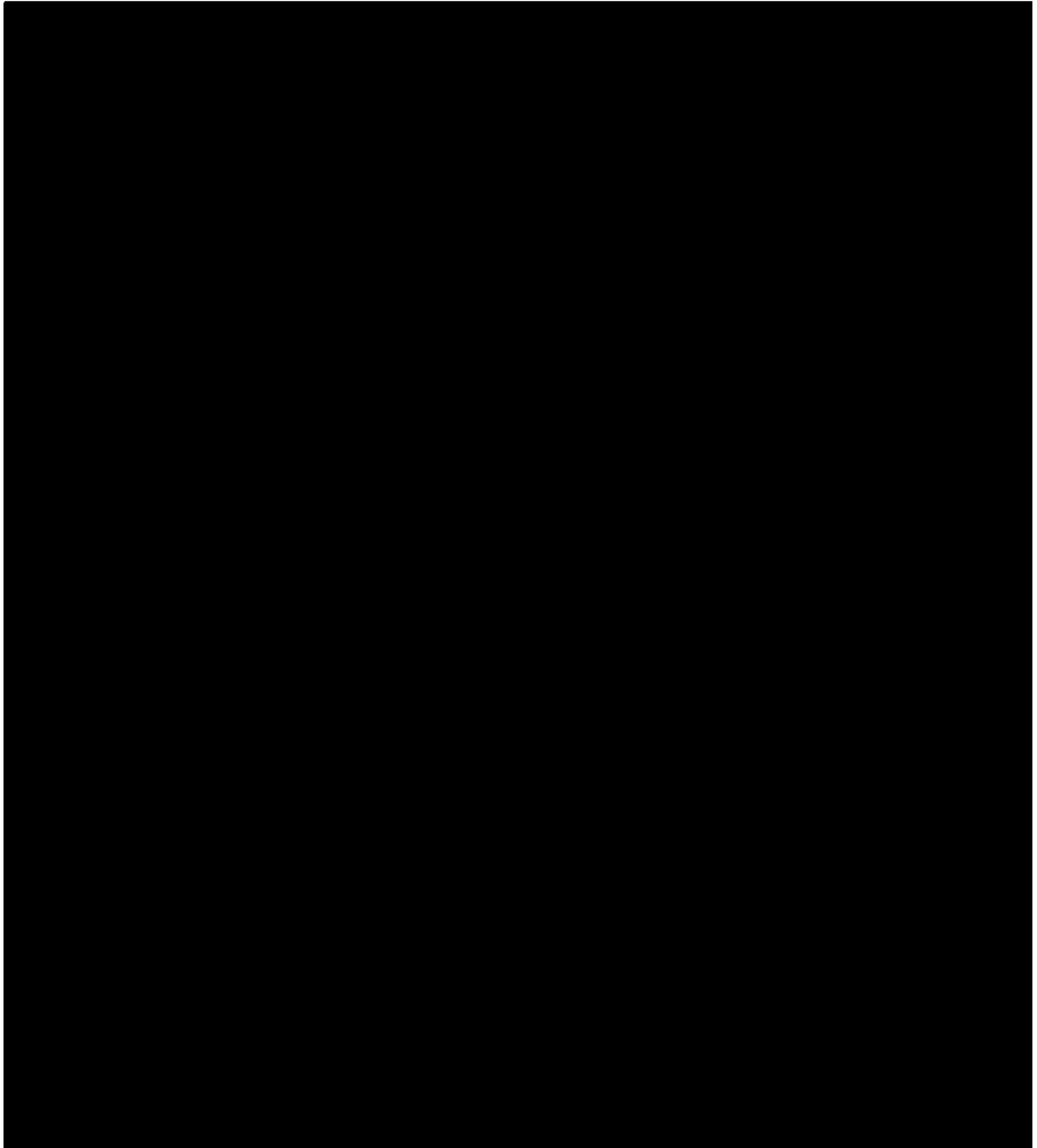
BY: *Robert H. Kordick*
NAME: Robert H. Kordick
TITLE: Sr. Director
DATE: 1/7/08

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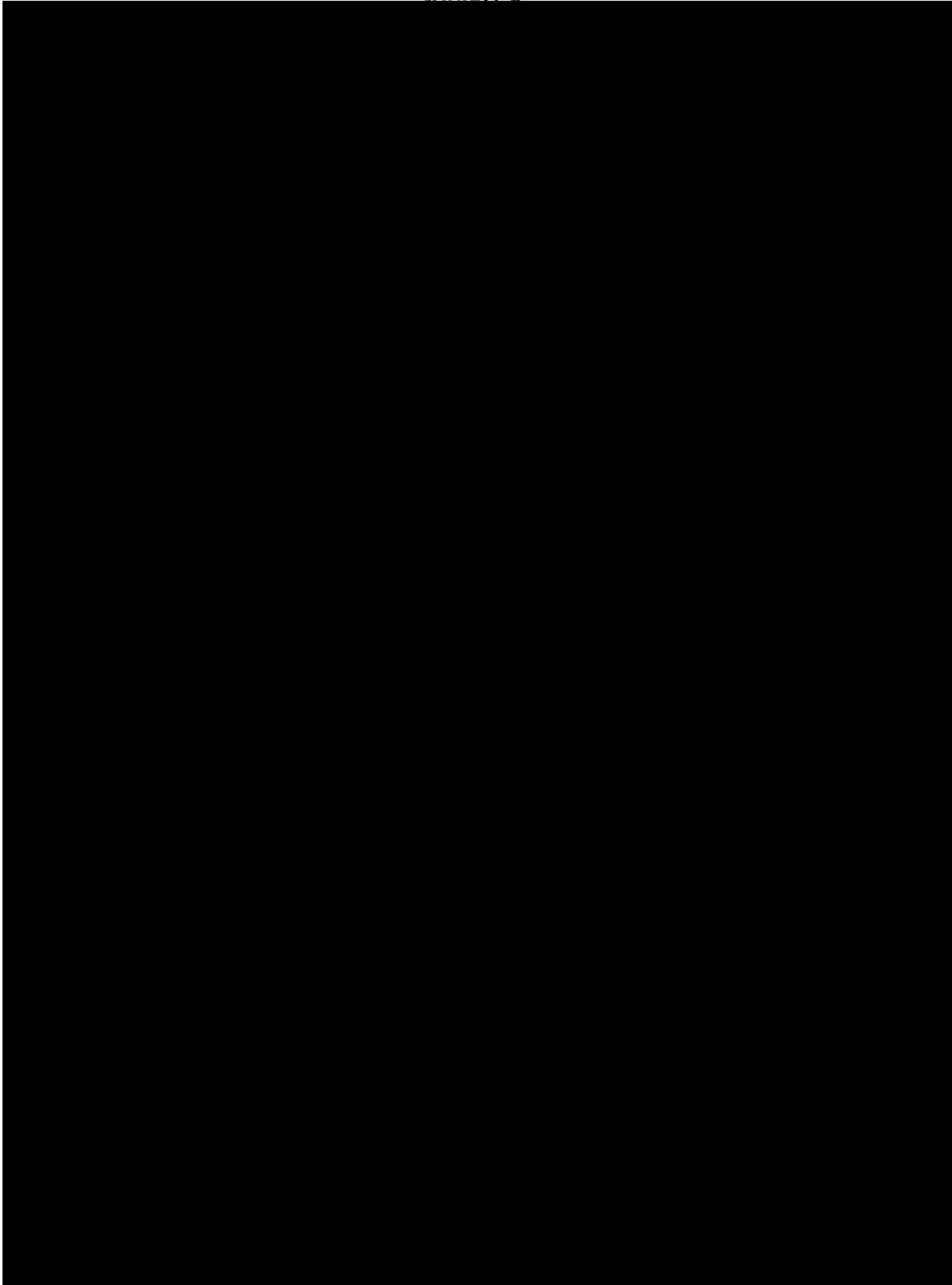


EXHIBIT A
DEFINITIONS

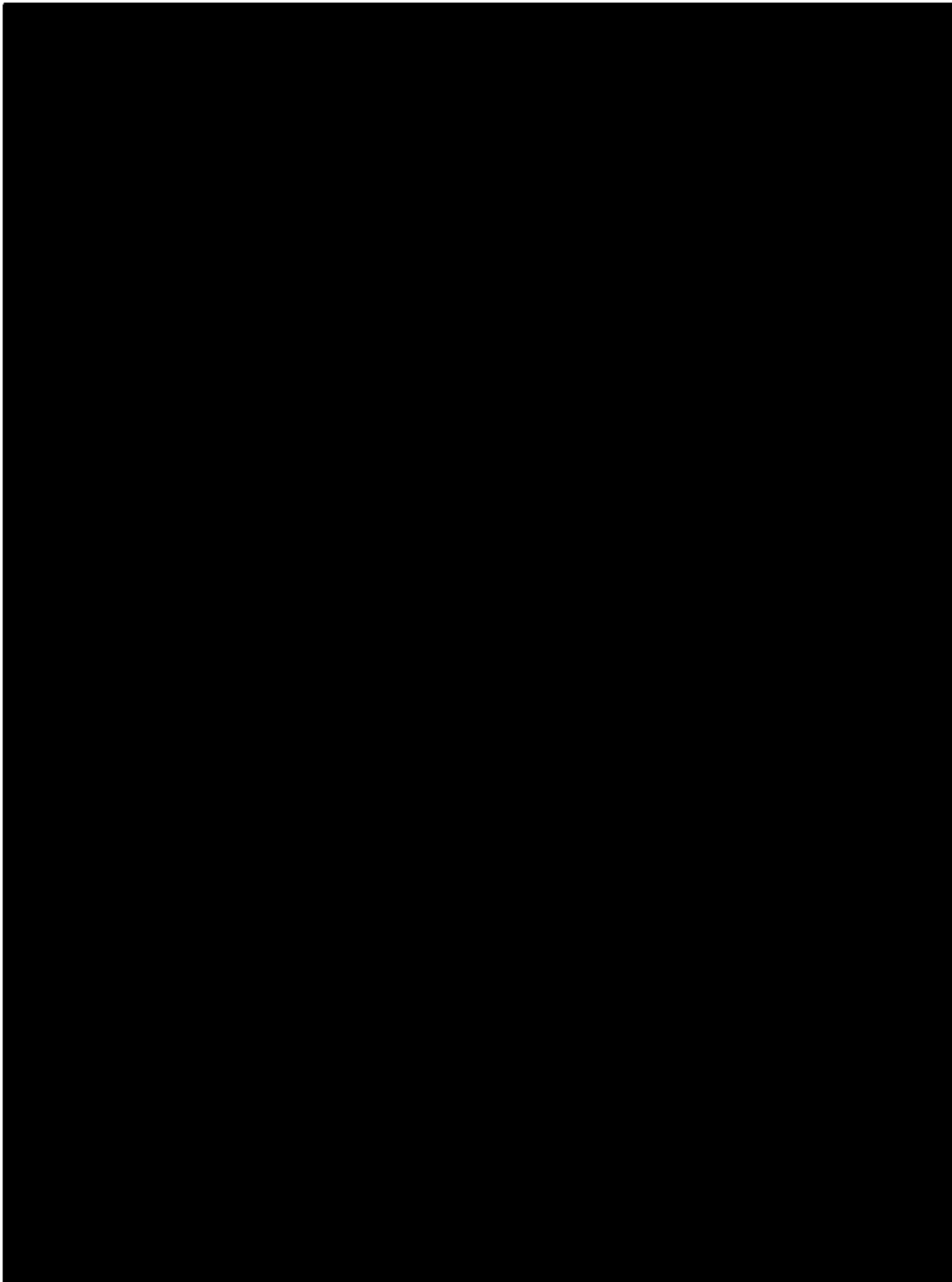


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EXHIBIT B

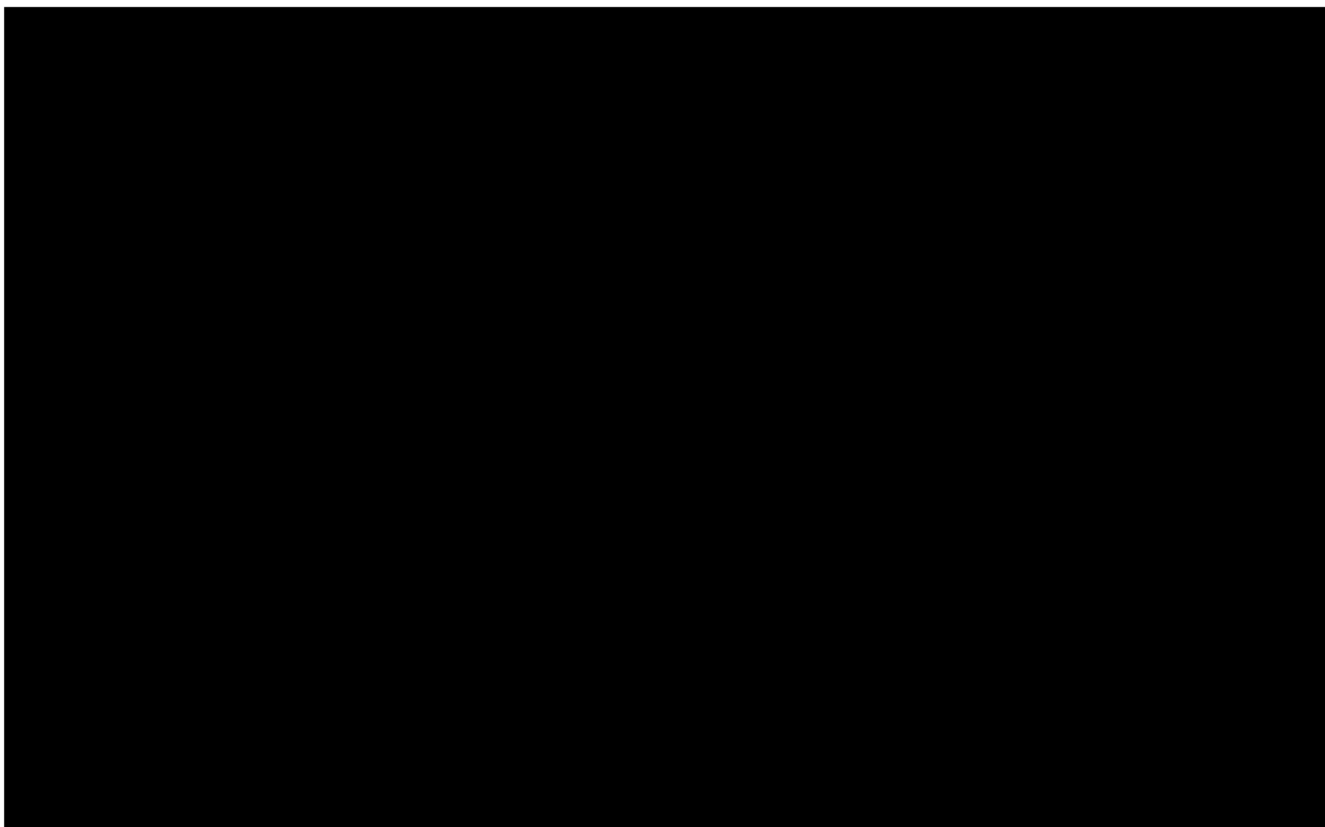


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EXHIBIT C



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